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**VICTORY CITY INTERNATIONAL HOLDINGS LIMITED**  
**冠華國際控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 539)**

**POLL RESULTS OF THE SPECIAL GENERAL MEETING**

Reference is made to the circular (the “**Circular**”) of Victory City International Holdings Limited (the “**Company**”) dated 27 August 2015. Terms used in this announcement shall have the same meanings as those defined in the Circular.

At the SGM held on 15 September 2015, voting on the proposed ordinary resolution (the “**Resolution**”) as set out in the notice of the SGM contained in the Circular was conducted by poll. The Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, acted as scrutineer for the vote-taking at the SGM.

The Board is pleased to announce that the Resolution was duly passed at the SGM. The poll results in respect of the Resolution are as follows:

| <b>Resolution</b> |                                                                                                                                                                                                                                                                        | <b>For</b><br><i>Number of Shares</i><br>(%) | <b>Against</b><br><i>Number of Shares</i><br>(%) |
|-------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------------------|
| 1.                | To approve the Guarantees and to authorise the directors of the Company to do for and on behalf of the Company all such further acts and things and execute all such documents (including the Guarantees to be given by the Company) for and on behalf of the Company. | 1,366,487,879<br>(100%)                      | 0<br>(0%)                                        |

*Note:* The percentages of votes are based on the total number of Shares held by the Independent Shareholders who voted at the SGM in person or by corporate representative or proxy.

As at the date of the SGM:

- (i) the total number of issued Shares was 1,864,609,899 Shares; in accordance with the Listing Rules, Mr. Choi and his associates who held 8,500,000 Shares in aggregate (representing approximately 0.46% of the existing issued share capital of the Company) were required to and had abstained from voting on the Resolution. Accordingly, the total number of the Shares entitling the Independent Shareholders to attend and vote for or against the Resolution as set out in the above table at the SGM was 1,856,109,899 Shares;
- (ii) there were no Shares entitling the holders to attend and abstain from voting in favour of the Resolution at the SGM according to Rule 13.40 of the Listing Rules;
- (iii) save as disclosed, no Shareholders are required under the Listing Rules to abstain from voting; and
- (iv) as more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution.

By order of the Board  
**Victory City International Holdings Limited**  
**Li Ming Hung**  
*Chairman*

Hong Kong, 15 September 2015

*As at the date of this announcement, the executive Directors are Mr. Li Ming Hung (Chairman), Mr. Chen Tien Tui (Chief Executive Officer), Mr. Lee Yuen Chiu Andy and Mr. Choi Lin Hung and the independent non-executive Directors are Mr. Kan Ka Hon, Mr. Phaisalakani Vichai and Mr. Kwok Sze Chi.*

\* *For identification purposes only*